



**IMPERIAL SOVEREIGN COURT OF THE CHINOOK ARCH, SOCIAL
ASSOCIATION**

BYLAWS

REVISED: June 15 2019

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1. MEMBERSHIP

1. Any resident of the City of Calgary and surrounding area, who has attained the age of majority, as established by the Government of Alberta, shall be eligible to become a member of the Association, upon acceptance of his/her Membership Application, at a Regular Meeting of the executive body of the Association and also upon the payment of the Annual Membership dues as determined by the Association.
2. Membership shall expire at the end of the fiscal year of the Association.
3. Life Membership in the Association is restricted to Members of the College of Monarchs of the Association and persons who, in the opinion of the executive body of the Association, have made substantial contributions to the Association for a number of years. Such membership shall carry voting rights at the general meetings of the Association. The executive body of the association shall recommend such persons for Life Membership at an Annual Meeting of the Association for approval. Life Members are not required to pay annual dues.

2. WITHDRAWAL FROM MEMBERSHIP

1. Any member wishing to withdraw from membership may do so upon giving notice in writing to the executive body of the Association and shall thereafter be entitled to no membership privileges or powers in the Association, until membership has been renewed. No membership dues shall be reimbursed.

3. EXPULSION FROM MEMBERSHIP

1. Any member, upon a two-thirds (2/3) majority vote of the members present at a General Meeting of the Association, may be expelled from membership in the Association for the violation of these Bylaws and/or Regulations, or for conduct unbecoming a member. No membership dues shall be reimbursed.

4. MEETING OF THE ASSOCIATION

1. The Association shall hold an Annual General Meeting on the third Sunday of June each year, subsequent to the Annual Ball, of which due notice shall be given to all members by thirty (30) days notice in writing, mailed postage paid to each member, to the last known address, or by seven (7) days notice by either telephone or email. The location, date and time of the Annual General Meeting shall also be advertised by posters and in appropriate publications. At this meeting, there shall be elected a President, Vice-President, Secretary, Treasurer, and four (4) Directors.
2. Any member in good standing shall be eligible for any office in the Association unless herein stated otherwise. Terms of office for all officers of the Association will be for a two year period with the following being elected every two years starting with odd years (2015) and even years (2016). Odd years will be the President, Treasurer, and two directors. Even years will be the Vice-President, Secretary, and two directors.
3. Any vacancy occurring during the year shall be filled at a meeting called for such purpose.
4. All officers and directors shall serve until their successors are installed at the next Annual General Meeting of the Association.

4. MEETING OF THE ASSOCIATION (continued)

5. A Special Meeting of the Association shall be called by the President, or upon the petition of ten (10) members in good standing, provided they request the President, in writing, to call such a meeting of which ten (10) days notice in writing, mailed postage paid to the last known address of each member, or three (3) days notice by telephone or email shall be given to each member, stating the business to be brought before such meeting.
6. A quorum for the Annual General Meeting of the Association, any Special Meetings or any other General Meeting, duly called, shall consist of the members present, which must include at least fifty percent (50%) of the Board Members.
7. Any meeting of the Association, while in session, shall be guided by the Rules of Order contained herein and by Bourinot's Rules of Order.
8. Any member whose Membership is current, shall have the right to vote at any duly called General Meeting of the Association. Such votes must be made in person, and not by proxy or otherwise.

5. BOARD OF DIRECTORS

1. "Board of Directors", "Executive Body" or "Board" shall mean the Board of Directors of the Association.
2. The Board of Directors of the Association shall consist of the President, Vice- President, Secretary, Treasurer, four (4) Directors, Reigning Emperor/Emprex, Reigning Empress/Emprex, Past Reigning Emperor/Emprex and Past Reigning Empress/Emprex, Head of the College of Monarchs and the chairperson of the Board of Trustees. (Total 14 persons.)
3. The Executive Committee of the Board shall consist of the President, Vice-President, Secretary, Treasurer, Reigning Emperor/Emprex, Reigning Empress/Emprex, and the chairperson of the Board of Trustees. (Total 7 persons.)
4. The Board shall, subject to the Bylaws, Regulations, or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Association.
5. No member may hold more than one (1) position on the Board of Directors at any one time, unless deemed necessary by the Board.
6. Meetings of the Board shall be held as often as may be required, but at least once every three (3) months, and shall be called by the President.
7. A Special Meeting of the Board may be called upon the petition of any two (2) members of the Board, provided they request the President, in writing, to call such a meeting and state the business to be brought before the meeting.
8. Meetings of the Board shall be called by ten (10) days notice, in writing, mailed postage paid to each member, or by three (3) days notice by telephone. Meetings may be held without notice, if a quorum of the Board is present, provided however that any business transactions at any such meetings shall be ratified at the next regularly scheduled meeting of the Board, otherwise they shall be considered null and void.

5. BOARD OF DIRECTORS (continued)

9. A quorum shall consist of seven (7) members of the Board, of whom at least four (4) are members of the Executive Committee (see 5.3).
10. If a quorum of the Board is not present at a regularly called meeting, any business transactions at such meeting shall be ratified at the next regularly scheduled meeting of the Board, otherwise, they shall be considered null and void
11. If a Board member misses three (3) consecutive meetings, without just cause, their position on the board will be revoked and become vacant.
12. The Board may establish Standing and Special Committees as required.

6. PRESIDENT

1. The President shall, when present, preside at all meetings of the Association and of the Board. In the case the President is absent, the Vice-President shall assume the duties and responsibilities of the President.
2. The President shall be an ex-officio member of all committees.
3. In the event of a tie vote, the President may cast the deciding ballot.

7. VICE-PRESIDENT

1. The Vice-President shall assist in preserving order at all meetings of the Association. In the absence of the President, the Vice-President shall assume the duties and responsibilities of the President.

8. SECRETARY

1. The Secretary shall keep accurate minutes of all meetings of the Association and the Board.
2. The Secretary shall have charge of the seal of the Association which, whenever used, shall be authenticated by the signatures of the Secretary and the President, or, in the event of the death or inability of either one of these to act, by the Vice President.
3. In the absence of the Secretary, the Secretary's duties shall be discharged by such officer as may be appointed by the Board.
4. The Secretary shall have charge of all correspondence of the Association and be under the direction of the President of the Board.
5. The Secretary shall keep a record of all the members of the Association, their addresses and telephone numbers; send all notices of the various meetings as required; and, shall collect and receive annual dues, fees or assessments levied by the Association. Such monies must be promptly given to the Treasurer for deposit in the bank, trust company, credit union or Treasury Branch as hereinafter required. (Note: It is the responsibility of the members to inform the Secretary of any change of address and/or telephone number.)

9. TREASURER

1. The Treasurer shall receive all monies paid to the Association and shall be responsible for the deposit of same in whatever bank, trust company, credit union or Treasury Branch the Board may order.
2. The Treasurer shall properly account for the funds of the Association and keep such books as may be directed. The Treasurer shall present a full, detailed account of the receipts and expenditures to the Board at each regular meeting or whenever requested. S/He shall prepare for submission to the Annual General Meeting a statement, duly audited as hereinafter set forth, of the financial position of the Association and submit copies of same to the Secretary for the records of the Association and the annual report to the Government of Alberta.
3. The President, Secretary and Treasurer and/or any other members as may be appointed by the Board, shall be the signing officers of the Association. The signatures of two (2) of the preceding officers shall be required on all financial forms and in all financial matters of the Association.

10. TRUSTEES

1. The Board of Trustees shall consist of the members of the members of the seven (7) original applicants of the September 21, 1983 Bylaws, who are residing in the City of Calgary and surrounding area and any members as appointed under clause 10.10. The total Board of Trustees shall be five (5) persons. The chairperson of the Board of Trustees shall be a voting member of both the Board of Directors and the Executive Committee.
2. The Board of Trustees shall have control of the real and corporate property of the Association. After approval of the Association, the Board of Trustees is empowered to execute all leases, contracts, and other documents.
3. The Board of Trustees shall meet as may be required for the fulfillment of their duties at the call of the chairperson. Minutes of such meetings shall be kept.
4. The Board of Trustees shall keep a separate record of such investments as they may from time to time make under the direction of the Association. This record shall clearly show the original cost of such investments, the estimated value of such property and the dates and amounts of such drafts as may from time to time be made from the bank by order of the Association. This record together with an annual report to the Association shall be presented at the Annual General Meeting.
5. The Board of Trustees present a written report of their transactions semi-annually at the last regular meeting of the Board of Directors in the month of November and at the Annual General Meeting.
6. The Board of Trustees shall keep the Association and all property of the Association fully insured at least as to fire, liability and bonding as required.
7. The funds of the Association may be invested in real property for the use of its members. All other investments of the Association must be made in accordance with the Trust Act of the Province of Alberta, or such other investments as approved by the Board of Directors.
8. On a regular basis, the Board of Trustees shall require Chairpersons of Committees handling funds, to deliver records for audit. (Note: depending on the amounts in question and the frequency of events, quarterly or semi-annual review is recommended.)

10. TRUSTEES (Continued)

9. The Board of Trustees shall perform such other duties as may be required by the Association and as are compatible with their office.
10. Any vacancies will be filled by the Board of Trustees and ratified by the Board of Directors

11. OFFENSES WITHIN THE ASSOCIATION

11.1 PROCEEDINGS INVOLVING ALL UNITS OF THE ASSOCIATION

1. Proceedings involving the Association shall be commenced by filing with the Secretary a complaint in triplicate stating concisely the facts upon which the charges are brought. The Secretary shall immediately send the original to the President (or to the Vice-President if the President is named in the complaint), the duplicates to the defendant, and retain the triplicate.
2. The President (or the Vice-President if the President is named in the complaint) shall consider the charge(s) and if s/he finds it/them frivolous, meaningless or in his/her opinion, could otherwise be more appropriately handled, s/he may take such steps as s/he deems advisable for the good of the Association. Otherwise, s/ he shall fix a time and place for the Hearing. The time for service of notice shall not be less than ten (10) days prior to the date of the Hearing. In the event the President (or Vice-President if the President is named in the complaint) elects to consider the matter other than by establishing a Hearing, any party involved may appeal, in writing, to the Board of Directors for a Hearing to be established.
3. A Hearing Board shall consist of five (5) impartial members of the Association. The chairperson shall be a member of the Bylaws Review Committee and the remainder shall consist of two (2) members of the Board of Directors and two (2) Association members appointed by the President (or Vice-President, if the President is named in the complaint). They shall conduct the Hearing diligently and faithfully inquiring into the matters by hearing such testimony that is pertinent to the case from the parties involved. They shall render a decision regarding the validity of the complaint. All exhibits in the case, a complete record of the proceedings and the decision of the Hearing Board shall be presented by the Chairperson of the Bylaw Review Committee at the next meeting of the Board of Directors.
4. No Officer shall sit on the Hearing Board while his/her case is being heard. The Board may either fully suspend the Officer from his/her office; suspend from those duties related to the matter of the charge; or, not suspend him/her at all. The Board must remember the defendant is innocent until proven otherwise.

11.2. OFFENCES BY OFFICERS OR MEMBERS OF THE ASSOCIATION

The following shall be offences of an Officer or Member of the Association:

- 11.2.1. Conduct tending to reflect discredit upon the Association or working against the Aims and Objectives of the Association.
- 11.2.2. Violation of any part of an Officer's or Elected/Appointed Official's obligations.
- 11.2.3. Disclosing to any non-member of the Association any confidential business or remarks made during any meeting of the Association, unless directed to do so.

11.2. OFFENCES BY OFFICERS OR MEMBERS OF THE ASSOCIATION (Continued)

- 11.2.4. Using for advertising purposes or attempted private gain any replica of any name, title or emblem that has been adopted by the Association. (Note: These names and emblems are property of the I.S.C.C.A., S.A.) Upon application to the Board of Directors, consideration may be given for their use.
- 11.2.5. Refusing to obey an instruction appropriately issued by a competent authority of the Association in respect to matters of the Association.
- 11.2.6. Knowingly bringing false or malicious charges against the Board of Directors, Executive Committee, Board of Trustees, other Committees or Boards, or any Member of the Association.
- 11.2.7. Interference with the performance of the duties of any Member or Officer.
- 11.2.8. Libel or slander against the Board of Directors, Executive Committee, Board of Trustees, other Committees or Boards, or any Member of the Association.
- 11.2.9. Embezzling or misappropriating any of the funds of the Association or of any Committee thereof, or any other misapplication or misappropriation of funds or other property of the Association; and, for failure to make prompt report of any and all monies coming into his/her possession or control, whether as an Officer, Committee Chairperson, or Member.
- 11.2.10. Any insubordination or refusal to promptly observe in a courteous fashion an appropriate instruction, directive or ruling of the Board of Directors.
- 11.2.11. Any petty or trouble-making attacks on an Officer or Member of a persistent nature or which is annoying and tends to disrupt proceedings or bring an Officer or any Member into disrespect.
- 11.2.12. Participation in any way in any unauthorized publication purporting to be and Association or "Court" publication.
- 11.2.13. Violating any of the provisions of the Bylaws, Rules and Regulations, Directives of the Association, or any instruction(s) issued by the Board of Directors.
- 11.2.14. Lending any authorized regalia of the Association to any person other than a Member, unless authorized by the Board of Directors.
- 11.2.15. Soliciting aid on behalf of the Association from other organizations or members thereof by circulating materials or requesting financial assistance without prior approval of the Board of Directors.
- 11.2.16. Using any membership list, using or exposing any name, title or emblem of the Association on any publicity for commercial, political or personal purposes, or using his/her relationship or connection with the Association for such purposes.
- 11.2.17. Misrepresenting his/her true condition so as to unworthily receive aid or relief from the Association or abusing its charity privileges.
- 11.2.18. Misrepresenting his/her eligibility to the Association to which s/he has been admitted, or to the Investigating Committee appointed by the Board of Directors, or using any concealment or deceit in relation for his/her eligibility for admission, or aiding or abetting another in doing so.
- 11.2.19. When a member of the Association changes his/her beliefs to a degree that were s/he not a member and made application for membership, s/he would not then be eligible.

11.2. OFFENCES BY OFFICERS OR MEMBERS OF THE ASSOCIATION (Continued)

- 11.3. In the event of charges preferred against any Trust Officer or Member having in his/her possession or control, funds or securities of the Association, the President, upon receipt of the complaint by the appropriate body, may immediately suspend the said Member from his/her official duties or the President may refer the complaint to the Hearing Board. If suspended, the Chairperson of the Hearing Board shall appoint an Officer protem for the position and shall immediately advise the Board of Directors of the events. If suspended, the defendant shall at once turn over to the appointee all books, papers, funds and other property in his/her control or possession which s/he holds as the property of the Association. Upon acquittal, the defendant shall be restored to his/her Office.
- 11.4. Any other officer of the Association against whom charges are preferred, may be required by the President to vacate his/her position. The President may refer the matter to a Hearing Board for resolution. Upon acquittal, the defendant shall be restored to his Office.
- 11.5. Should any Member give his/her voting coupon to another, vote or attempt to vote with the voting coupon of another, claim a vote when s/he is not qualified, or assist anyone to wrongfully vote or attempt to vote, it shall be the duty of the Presiding Officer to cause charges to be preferred against the offending Member. Upon conviction, the penalty may be expulsion from the Association.

12. CHARGES BY THE BOARD OF DIRECTORS

1. An Officer of the Board of Directors may prefer a complaint against any unit or Member of the Association for any alleged offense provided by the Bylaws, Rules and Regulations, or Policies of the Association. Before such complaint may proceed, the President (or Vice-President if the President is named in the complaint), shall consider the charges and if s/he finds it frivolous, meaningless, or, in his/her opinion can be dealt with more appropriately, s/he may take such steps as s/he deems advisable and for the good of the Association; or, s/he shall fix a time and place for a Hearing. In such an event, the initial Hearing shall be conducted by the Executive Committee, sitting as a Judicial Assembly, provided that the complainant and, if applicable, the defendant shall not sit on the Judicial Assembly. In the event the President (or Vice-President if the President is named in the complaint), elects to consider the matter other than by Hearing, either party may appeal in writing to the Executive Committee for a Hearing to be established.

13. PENALTIES

1. If the accused is found guilty of an offense involving no violation of obligation, s/he may be suspended for a period not exceeding one (1) year, or may be reprimanded at a General Meeting.
2. If the accused is found guilty of a violation of obligation involving or affecting the Association, or involving injury to a Member of the person, property, or family relations, the penalty shall be expulsion.
3. Except as hereinafter provided, any penalty imposed on a Member shall be suspended until any and all proper appeals have been finalized.

14. MEMBERS' DUTY TO REPORT AND FILE CHARGES

1. It shall be the duty of every member who has knowledge of information that a Member has violated or is violating the Bylaws, Rules and Regulations, or Policies of the Association to report the same to the President (or Vice-President if the President is named in the complaint) promptly and to prefer charges against the Member in the proper manner.

15. APPEALS

1. The Complainant or Defendant shall each have the right to appeal a decision and/or penalty to the Executive Committee by filing a Notice of Appeal with the Secretary giving full particulars and the grounds for his/her appeal. (The Notice of Appeal is provided in the Forms section contained herein.)
2. A Member convicted on any complaint shall immediately thereafter be served notice of such decision by the Secretary either personally or by registered mail. The Member may lodge an appeal to the Executive Committee within thirty (30) days from the service of the decision.
3. A Penalty imposed by a Hearing Board may be stayed upon application to the President and by issuance of a Certificate of Reasonable Doubt pending an appeal to the Executive Committee. The penalty shall be imposed unless varied upon appeal to the Executive Committee.
4. When filing the Notice of Appeal, the appellant shall submit to the Secretary a written statement of his/her argument(s) which shall contain a concise summary of the case. A copy thereof shall be served upon the other party within the same time period.
5. Upon receiving a Notice of Appeal, the Secretary shall transmit to the Executive Committee a transcript of the case comprise of: a copy of the charges, the answer (if any), the evidence, the report of the Hearing Board, and the decision – all of which shall be certified by the Hearing Board.
6. Within thirty (30) days of receiving the Notice of Appeal, the other party shall file a written reply containing a concise summary of the case with the Secretary. This reply will be served upon the appellant within the same time period.
7. The Secretary shall then transmit both the complete record (including the appeal and reply) to the President (or Vice-President if the President is involved)
8. The President (or Vice-President if the President is involved) shall immediately refer the appeal and all other documents to the next meeting of the Executive Committee or shall call a special meeting (at his/her discretion) to determine the appeal. The parties shall be informed via registered mail of the date, time and place at which the Executive Committee shall hear the appeal and may be present in person or by counsel. The Executive Committee shall allow or deny the appeal and may alter the sentence (if any) as it deems advisable. The Board of Directors and all other parties shall immediately be advised of the decision and sentence (if any) in person, or by registered mail.

16. APPEAL TO THE ANNUAL GENERAL MEETING

1. Either party may appeal the decision and/or sentence to the next Annual General Meeting. Within thirty (30) days from the date of the decision, the appellant shall serve notice to the Secretary of his/her wish to appeal to the Annual General Meeting. The Secretary shall transmit the record to the Annual General Meeting, whose decision shall be final. If appealed to the Annual General Meeting, a two-thirds (2/3) majority shall be required to prevail.
2. All materials involved in a Hearing and/or Appeal shall be filed, within thirty (30) days of the conclusion of the proceedings, at the Association office for safekeeping.

17. PARDON

1. A Member suspended or expelled from the Association may appeal in writing to the Executive Committee for a Pardon. The pardon may be granted upon such conditions as the Executive Committee may establish by a two-thirds (2/3) majority vote of the Executive Committee who are present and voting.

18. AUDITING

1. The books, accounts and records of the Association's Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two (2) members of the Association, who are not Board Members, elected for this purpose at the Annual General Meeting.
2. Such books and records may be inspected by any member of the Association at any time, upon giving reasonable notice and arranging a time and place satisfactory to the Officer or Officers having charge of the same.
3. The fiscal year of the Association shall be from June 1 to May 31 of the following year.

19. REMUNERATION

1. Unless authorized by any meeting, and after notice shall have been given, no member of the Association shall receive any remuneration for their services on the Board of Directors, the Board of Trustees, or any Committee.

20. BORROWING AND LENDING POWERS

1. For the purpose of carrying out its objectives, the Association may borrow or raise or secure the payment of money in such manner as it sees fit. In particular, the issue of debentures shall require a Special Resolution to be brought to a General Meeting of the Association to be passed by a three-quarters (3/4) majority vote.
2. The Association shall not lend, for any reason whatsoever, any of its funds to any member of the Association, or any non-member.
3. The Association shall not in any way be responsible for any private dealings between members, nor any indebtedness incurred without Board approval.

21. BYLAWS

1. The Bylaws of the Association may be rescinded, altered or supplemented by a Special Resolution brought to a General Meeting of the Association and passed by a three-quarters (3/4) majority vote.
2. The Rules and Regulations of the Imperial Sovereign Court of the Chinook Arch, Social Association, may be revised, amended or otherwise altered at any time by a two-thirds (2/3) majority vote of the Board of Directors of the Association.

These Bylaws of the Association have been in effect since being passed by a three- quarters (3/4) majority vote at the Annual General Meeting of June 15 2019.